

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

**FEE APPLICATION COVER SHEET FOR THE
PERIOD MAY 1, 2023 THROUGH MAY 31, 2023**

Debtor: LTL Management LLC

Applicant: Orrick, Herrington & Sutcliffe
LLP

Case No.: 23-12825-MBK

Client: LTL Management LLC

Chapter: 11

Case Filed: April 4, 2023 (the "Petition
Date")

**SECTION 1
FEE SUMMARY**

☒ Monthly Fee Application No. 2 or ☐ Final Fee Application

Summary of Amounts Requested for the Period from May 1, 2023 through May 31, 2023
(the "Second Statement Period").

Total Fees:	\$139,875.05 ¹
Total Disbursements:	\$56.88
Total Fees Plus Disbursements:	\$139,931.93
Minus 20% Holdback of Fees:	\$27,975.01
Minus Payment Applied	\$33,835.16 ²
Amount Sought at this Time:	\$78,121.76

	<u>FEES</u>	<u>EXPENSES</u>
Total Previous Fees Requested:	<u>\$46,734.45</u>	<u>\$51.71</u>
Total Fees Allowed to Date:	<u> </u>	<u> </u>
Total Retainer (If Applicable):	<u> </u>	<u> </u>
Total Holdback (If Applicable):	<u>\$9,346.89</u>	<u>\$0.00</u>
Total Received by Applicant:	<u> </u>	<u> </u>

¹ The total amount of fees and expenses incurred by Orrick during the Second Statement Period for matters in which it is solely representing the Debtor (invoice number 2117260) or is representing the Debtor jointly with Johnson & Johnson ("J&J") (invoice number 2117259LTL accounting for the portion allocated to the Debtor) is \$139,875.05 in fees and \$56.88 in expenses. Of this amount, as set forth in this fee statement, Orrick is seeking payment in the amount of \$111,956.92 from the Debtor. This sum comprises both the \$78,121.76 payment sought and the \$33,835.16 that Orrick seeks to apply to these invoices, as explained in the following footnote. Orrick's fees for matters in which it is solely representing J&J are not reflected in this monthly fee statement.

² This applied amount is the sum that Orrick is holding and that represents the previously unapplied portion of the payments this Court approved in connection with LTL Management LLC's earlier chapter 11. [Docket Entry 799, ¶ 5.] In its fee application for the First Statement Period, Orrick applied \$37,439.27 of such previously unapplied amounts that it had been holding to the fees and disbursements owed to it by the Debtor. Orrick has now applied all of the payments this Court approved in connection with LTL Management LLC's earlier chapter 11 case.

COMPENSATION BY: PROFESSIONAL MAY 1, 2023 THROUGH MAY 31, 2023

The attorneys who rendered professional services in this chapter 11 case during the Second Statement Period are:

Invoice 2117260 (for services rendered on behalf of the Debtor):

Name of Professional: Partners	Year Admitted	Department	Hourly Rate	Total Hours Billed	Total Fees
Harrison, Stacy W.	1994	Complex Litigation and Dispute Resolution	\$1,200.00	0.20	\$240.00
Simpson, Lisa T.	1994	Complex Litigation and Dispute Resolution	\$1,200.00	4.90	\$5,880.00
Stengel, James L.	1980	Complex Litigation and Dispute Resolution	\$1,200.00	9.80	\$11,760.00
Trust, Robert	1998	Restructuring	\$1,200.00	1.40	\$1,680.00
Scotten, Naomi J.	2011	Supreme Court and Appellate	\$910.00	0.60	\$546.00
Grand Total				16.90	\$20,106.00

Name of Professional: Associates	Year Admitted	Department	Hourly Rate	Total Hours Billed	Total Fees
Naulo, Mariya	2014	Restructuring	\$844.00	22.30	\$18,821.20
Weber, Lauren A.	2017	Supreme Court and Appellate	\$807.00	0.70	\$564.90
Grand Total				23.00	\$19,386.10

Professionals	Blended Rate	Total Hours Billed	Total Fees
Partner	\$1,189.70	16.90	\$20,106.00
Associate	\$842.93	23.00	\$19,386.10
Grand Total	\$989.78	39.90	\$39,492.10

Invoice 2117259LTL (for services rendered on behalf of the Debtor and J&J):

Name of Professional: Partners	Year Admitted	Department	Hourly Rate	Total Hours Billed	Total Fees
Bicks, Peter A.	1986	Complex Litigation and Dispute Resolution	\$1,200.00	3.60	\$4,320.00
Loeb, Robert	1987	Supreme Court and Appellate	\$1,200.00	2.00	\$2,400.00
Scotten, Naomi	2011	Supreme Court and Appellate	\$910.00	102.00	\$92,820.00
Grand Total				107.60	\$99,540.00

Name of Professional: Associates	Year Admitted	Department	Hourly Rate	Total Hours Billed	Total Fees
Barnard-Yanni, Alyssa	2015	Supreme Court and Appellate	\$844.00	25.00	\$21,100.00
Bhatti, Upnit K.	2015	Complex Litigation and Dispute Resolution	\$844.00	40.30	\$34,013.20
Shaw, Geoffrey	2016	Supreme Court and Appellate	\$844.00	31.40	\$26,501.60
Hennessee, Zachary	2018	Supreme Court and Appellate	\$756.00	0.40	\$302.40
Wegrzyn, Brian	2009	Financial and Fintech Advisory	\$844.00	22.30	\$18,821.20
Grand Total				119.40	\$100,738.40

Name of Professional: Paralegals	Department	Hourly Rate	Total Hours Billed	Total Fees
Gerrish, Amy S.	Supreme Court and Appellate	\$375.00	0.50	\$187.50
Kunkler, Patrick P.	Litigation General	\$375.00	0.80	\$300.00
Grand Total			1.30	\$487.50

Professionals	Blended Rate	Total Hours Billed	Total Fees
Partner	\$925.09	107.60	\$99,540.00
Associate	\$843.71	119.40	\$100,738.40
Paralegal	\$375.00	1.30	\$487.50
Total	\$879.40	228.30	\$200,765.90

Portion Billed to J&J			(100,382.95)
Grand Total			\$100,382.95

**SECTION II
SUMMARY OF SERVICES**

COMPENSATION BY WORK TASK CODE FOR SERVICES

**RENDERED BY ORRICK, HERRINGTON & SUTCLIFFE LLP
FOR THE PERIOD MAY 1, 2023 THROUGH MAY 31, 2023**

Invoice 2117260 (for services rendered on behalf of the Debtor):

DESCRIPTION	HOURS	FEES
Fee/Employment Applications	28.90	\$26,654.20
Litigation	11.00	\$12,837.90
Total Fees Requested	39.90	\$39,492.10

Invoice 2117259LTL (for services rendered on behalf of the Debtor and J&J)

DESCRIPTION	HOURS	FEES
Litigation	228.30	\$200,765.90
Portion Billed to J&J		(100,382.95)
Total Fees Requested		\$100,382.95

**SECTION III
SUMMARY OF DISBURSEMENTS**

**DISBURSEMENT SUMMARY BY ORRICK, HERRINGTON & SUTCLIFFE LLP
FOR THE PERIOD MAY 1, 2023 THROUGH MAY 31, 2023**

DISBURSEMENTS	AMOUNT
Outside Services	\$113.77
DISBURSEMENTS TOTALS	\$113.77
Portion Billed to J&J	\$(56.89)
DISBURSEMENTS TOTALS	\$56.88

**SECTION IV
CASE HISTORY**

- (1) Date Case Filed April 4, 2023
- (2) Chapter Under Which Case Commenced: Chapter 11
- (3) Date of Retention: June 16, 2023 *nunc pro tunc* to April 4, 2023 [Dkt. 801] (the “Retention Order”)³
- (4) Summarize in brief the benefits to the estate and attach supplements as needed SEE BELOW

During the Second Statement Period, Orrick, Herrington & Sutcliffe LLP (“Orrick”) provided the following services to the Debtor including, but not limited to, the following:

Litigation

- Drafted and revised retention application.

Litigation

- Reviewed and analyzed pleadings, and performed associated legal research and record review.
- Drafted and revised reply brief in California litigation.
- Communicated and coordinated with team and client on case status and strategy.

(5) Anticipated distribution to creditors:

(a) Administrative expense	Unknown at this time.
(b) Secured creditors	Unknown at this time.
(c) Priority creditors	Unknown at this time.
(d) General unsecured creditors	Unknown at this time.

³ The Retention Order is attached hereto as Exhibit A.

(6) Final disposition of case and percentage of dividend paid to creditors:

Final dividend percentages are unknown at this time.

I certify under penalty of perjury that the above is true.

Date: August 11, 2023

/s/ Robert Loeb